

The Criteria to Propose Agendas for the 2024 Annual General Meeting of Shareholders

Objective

In order to promote the good corporate governance of Univentures Public Company Limited ("the Company") and to foster equitable treatment to all shareholders. Thus, prior to the Annual General Meeting of Shareholders, the Company deems it appropriate to grant the shareholders to propose agendas, which deems significant and beneficial to the Company to be included as agenda of the Annual General Shareholder's Meeting. The Company shall consider the shareholders' rights to propose agendas according to criteria set by the Company.

Criteria

1. Qualifications of shareholders who are entitled to propose agendas

The Company's shareholder who wish to propose agendas of the Annual General Shareholder's Meeting (may be a shareholder or a group of shareholders) must held the Company's shares for a continual period of no less than one year and must also be the Company's shareholder as at the date of propose agendas.

2. Procedures for proposing agendas of the Annual General Shareholder's Meeting

The Company's shareholders who are qualified according to the conditions as stipulated in criteria Clause.1 are entitled to propose their agendas by completing the "Form to Propose Agendas for the 2024 Annual General Meeting of Shareholders" ("Form to Propose Agendas") as attached to these criteria or may informally inform the Company via facsimile at Fax No. 02-256-0505 or at the E-mail address: uv-comsec@univentures.co.th, prior to submitting the original of the Form to Propose Agendas to the Company thereafter.

The shareholders must submit the duly signed original of such form together with all the relevant documents and evidence to the Company by 16 October 2023 at the following address:

To:

The Company Secretary
Univentures Public Company Limited
22nd Floor, Park Ventures Ecoplex,
57 Wireless Road, Lumpini, Patumwan,
Bangkok 10330
(Form to Propose Agendas for the 2024 Annual General Meeting of Shareholders)

In the event of several shareholders' together proposing an agenda, each shareholder must complete the Form to Propose Agendas and sign their name as evidence separately, gather to submit the form in one set and specify the name of the contact person in that form. When the Company contacts the appointed contact person, it shall be deemed that the Company contacts all shareholders. Shareholders have to make one form per agenda and submit all documents to the Company at the Company's address mentioned above.

3. To ensure efficient conduct of the meeting, the Company shall reserve the right not to place the following issues on the meeting agenda:
 - (1) Issue that violates the law, rules and regulations of government agencies or other supervisory authorities or any other relevant agencies; or an item that is not in compliance with the Company's objectives, the Article of Association, the Code of Business Ethics, the resolutions of the shareholders' meetings, and the Company's principles of good corporate governance.
 - (2) Issue that shall be for the benefit of any particular individual, or any specific group of people.
 - (3) Issue that is under the Company's management authority, except for the matters that cause material damages or losses to all shareholders.
 - (4) Issue that concerns matters which are beyond the Company's power of control.
 - (5) Issue that the shareholders have already proposed in shareholders' meeting within the past twelve months and were supported by less than 10% of total number of the voting rights of the Company, unless the facts pertaining to the resubmission are significantly changed from that of the previous proposal.
 - (6) Issue that does not provide adequate information or document, or submit the proposals outside of the proposal period, or unable to contact the shareholders who proposed the meeting agenda.
 - (7) Issue that proposed by shareholders who are not qualified according to the criteria.
 - (8) Other issues which the Board of Directors consider it is not necessary to be included as meeting agenda.
4. The Company Secretary shall review the issue proposed by the shareholders prior to the submission thereof to the Board of Directors for their consideration. The Company shall inform to the shareholders after the Board of Directors' meeting which will be held in November 2023. The proposed agenda that is approved by the Board of Directors will be placed on the agenda in the Notice of the 2024 Annual General Meeting of Shareholders.

Remarks: The Company will disqualify shareholders who provide incomplete or incorrect information, or shareholders who cannot be contacted or shareholders with incomplete qualifications

Form to Propose Agendas for the 2024 Annual General Meeting of Shareholders

1. General information of shareholder

First name – Last name: (Mr./ Mrs./ Miss/ Company/ Others): _____

Current address/ Contact address:

No.	_____	Residential Estate / Building	_____	Moo	_____
Lane / Soi	_____	Road	_____	Tambol / Kwaeng	_____
Amphur/Khet	_____	Province	_____	Postal Code	_____
Country	_____	Telephone	_____	Facsimile	_____
E-mail	_____				

Overseas address: (Non-Thai nationals are required to provide overseas contact address)

2. No. of shares held _____ As of (Date) _____

3. Proposed agenda: _____

Details _____

With supporting document Without supporting document

4. Required evidences and documents of shareholder which must to attached with the Form to Propose Agendas

4.1 Evidence of shareholding

Certified letter issued by securities companies, or any other evidence issued by Thailand Securities Depository Company Limited or the Stock Exchange of Thailand or relevant custodians, or certified true and correct copy of any share certificate

4.2 Proof of personal identification

Individual shareholder: a certified true and correct copy of the identification card or governmental officer identification card or driver license or passport (for foreigner)

Juristic shareholder : (1) copies of the corporate affidavit which was issued not later than six months and certified as true and correct by the authorized person who signed the form on behalf of the shareholder and (2) a certified true and correct copy of the identification card or governmental officer identification card or driver license or passport (for foreigner) of such authorized person

In the event shareholders change their title, first name, or last name: a copy of evidence of such change along with certifying true copies

5. Confirmation

I hereby appoint Mr./ Mrs./ Miss _____ to be the contact person with the Company according the criteria for shareholders' right to propose agendas.

I hereby certify that the information and evidence attached hereto is accurate and complete. I consent the Company to disclose said information or documentary evidence.

Signature _____ Shareholder

(_____)

Date _____